Gregg M. Galardi, Esq. Dion W. Hayes (VSB No. 34304)
Ian S. Fredericks, Esq. Douglas M. Foley (VSB No. 34304) Ian S. Fredericks, Esq. Douglas M. Foley SKADDEN, ARPS, SLATE, MEAGHER & MCGUIREWOODS LLP FLOM, LLP One Rodney Square PO Box 636 Wilmington, Delaware 19899-0636 (804) 775-1000 (302) 651-3000

Douglas M. Foley (VSB No. 34364) One James Center 901 E. Cary Street Richmond, Virginia 23219

- and -

Chris L. Dickerson, Esq. SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP 155 North Wacker Drive Chicago, Illinois 60606 (312) 407-0700

Counsel to the Debtors and Debtors in Possession

> IN THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA RICHMOND DIVISION

- - - - - - - - - x In re: Chapter 11 CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH) <u>et</u> <u>al</u>., Debtors. : Jointly Administered - - - - - - - - - x

CORRECTED SUPPLEMENTAL ORDER ON DEBTORS' TWENTY-THIRD OMNIBUS OBJECTION TO CLAIMS (MODIFICATION OF CERTAIN DUPLICATIVE 503(b)(9) CLAIMS)

THIS MATTER having come before the Court on the Debtors' Twenty-Third Omnibus Objection To Claims (Modification of Certain Duplicative 503(b)(9) Claims) (the "Objection"), and it appearing that due and proper notice

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

and service of the Objection has been given in compliance with Fed. R. Bankr. P. 3007 and 7004 and LBR 3007-1 and was good and sufficient and that no other further notice or service of the Objection need be given; and it further appearing that certain parties filed responses to the Objection (the "Responses"); and it appearing that certain Responses have been resolved; and it appearing that the Court entered the Order on Debtors' Twenty-Third Omnibus Objection To Claims (Modification of Certain Duplicative 503(b)(9) Claims) (Docket No. 4465) (the "Initial Order"); and it appearing that the Court entered the Supplemental Order on Debtors' Twenty-Third Omnibus Objection To Claims (Modification of Certain Duplicative 503(b)(9) Claims) (Docket No. 6295) (the "Supplemental Order" and collectively with the Initial Order, the "Orders"); and it appearing that there were certain typographical errors in Exhibit A to the Orders; and it appearing that the relief requested on the Objection is in the best interest of the Debtors, their estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

- 1. The claims identified on Exhibit A attached hereto and incorporated herein are modified as set forth on Exhibit A, provided, however, to the extent any claim (or a portion thereof) (1) asserted under Bankruptcy Code section 503(b)(9) and (2) listed on Exhibit A is disallowed, the claimant reserves the right to assert such portion as a general unsecured non-priority claim and all of the Debtors' rights (other than the right to object on the basis of timeliness) with respect thereto are not waived and are expressly reserved. By entry of this Order, the claimant shall not be deemed to have waived any defenses to any objection(s) to its general unsecured claim which defenses are deemed preserved, including without limitation, any defenses concerning any portion of the claimant's section 503(b)(9) administrative priority claim that may later be asserted as a general unsecured claim pursuant to the terms hereof.
- 2. The Debtors' rights to object to any claim, including (without limitation) the 503(b)(9) Claims and Duplicate Claims, on any grounds that the applicable law permits are not waived and are expressly reserved.

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3. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

4. To the extent this Order conflicts with the Initial Order or the Supplemental Order, this Order shall control.

5. The Debtors shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.

Dated: Richmond, Virginia
_____, 2010

HONORABLE KEVIN R. HUENNEKENS UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

- and -

Chris L. Dickerson, Esq. SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP 155 North Wacker Drive Chicago, Illinois 60606 (312) 407-0700

- and -

Counsel to the Debtors and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

_/s/ Douglas M. Foley_____
Douglas M. Foley

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In re: Circuit City Stores, Inc, et al. Case No. 08-35653 (KRH)

Exhibit A - Partial Duplication

| Claim Number | Date Filed | | Claimant Address | Claim Holder Address | Debtor as Filed | Classification as Filed | Amount Claimed as Filed | | Corrected Modified Surviving Amount |
|-----------------|------------|----------------------|-------------------------|--|---------------------------|----------------------------|----------------------------|---------------|--|
| | | | | EB CARLSON MARKETING 45 STERLING ST | | | | | |
| 281 | 11/17/2008 | EBC MARKETING INC | WEST BOYLSTON, MA 01583 | WEST BOYLSTON, MA 01583 | CIRCUIT CITY STORES, INC. | Unsecured | \$ 349,628.25 | \$ 307,981.75 | \$ 306,580.35 |
| 452 | 12/1/2008 | EB CARLSON MARKETING | SEE ABOVE | SEE ABOVE | CIRCUIT CITY STORES, INC. | 503(b)(9) - Admin Priority | \$ 43,047.90 | \$ 43,047.90 | \$ 43,047.90 |

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In re: Circuit City Stores, Inc, et al. Case No. 08-35653 (KRH)

Exhibit A - Partial Duplication

| Claim Number | Date Filed | Claimant Name | Claimant Address | Claim Holder Address | Debtor as Filed | Classification as Filed | Amount Claimed as Filed | Amount Previously Ordered by Court | Corrected Modified Surviving Amount |
|-----------------|------------|-----------------------------|---|---|---------------------------|----------------------------|----------------------------|---------------------------------------|--|
| 2425 | 1/2/2009 | SAMSUNG ELECTRONICS AMERICA | ATTN JOSEPH MCNAMARA 105 CHALLENGER ROAD | SAMSUNG ELECTRONICS AMERICA ATTN JOSEPH MCNAMARA 105 CHALLENGER ROAD RIDGEFIELD PARK, NJ 07660 | CIRCUIT CITY STORES, INC. | Unsecured | \$ 122,577,855.01 | \$ 103,501,602.98 | \$ 103,315,388.05 |
| 1425 | 12/18/2008 | SAMSUNG ELECTRONICS AMERICA | SEE ABOVE | SEE ABOVE | CIRCUIT CITY STORES, INC. | 503(b)(9) - Admin Priority | \$ 19,262,466.96 | \$ 19,262,466.96 | \$ 19,262,466.96 |

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In re: Circuit City Stores, Inc, et al. Case No. 08-35653 (KRH)

Exhibit A - Partial Duplication

| Claim | | | | | | | Amount Claimed | Amount Previously | Corrected Modified |
|--------|------------|----------------------|-------------------------|-------------------------|---------------------------|----------------------------|----------------|-------------------|--------------------|
| Number | Date Filed | Claimant Name | Claimant Address | Claim Holder Address | Debtor as Filed | Classification as Filed | as Filed | Ordered by Court | Surviving Amount |
| | | | AMERIWOOD INDUSTRIES | AMERIWOOD INDUSTRIES | | | | | |
| | | | ATTN JULEE HARLAN | ATTN JULEE HARLAN | | | | | |
| | | | 410 EAST FIRST ST SOUTH | 410 EAST FIRST ST SOUTH | | | | | |
| 2765 | 1/6/2009 | AMERIWOOD INDUSTRIES | WRIGHT CITY, MO 63390 | WRIGHT CITY, MO 63390 | CIRCUIT CITY STORES, INC. | Unsecured | \$ 295,763.08 | \$ 196,599.24 | \$ 196,228.80 |
| 32 | 11/28/2008 | AMERIWOOD INDUSTRIES | SEE ABOVE | SEE ABOVE | CIRCUIT CITY STORES, INC. | 503(b)(9) - Admin Priority | \$ 99,534.28 | \$ 99,534.28 | \$ 99,534.28 |

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In re: Circuit City Stores, Inc, et al. Case No. 08-35653 (KRH)

Exhibit A - Partial Duplication

| Claim | | | | | | | Amount Claimed | Amount Previously | Corrected Modified |
|--------|------------|---------------------|-------------------------|-------------------------|---------------------------|----------------------------|----------------|-------------------|--------------------|
| Number | Date Filed | Claimant Name | Claimant Address | Claim Holder Address | Debtor as Filed | Classification as Filed | as Filed | Ordered by Court | Surviving Amount |
| | | | NAMSUNG AMERICA INC | NAMSUNG AMERICA INC | | | | | |
| | | | PO BOX 501206 | PO BOX 501206 | | | | | |
| 4014 | 1/19/2009 | NAMSUNG AMERICA INC | ST LOUIS, MO 63150-1206 | ST LOUIS, MO 63150-1206 | CIRCUIT CITY STORES, INC. | Unsecured | \$ 596,192.33 | \$ 430,463.07 | \$ 391,828.07 |
| 980 | 12/16/2008 | NAMSUNG AMERICA INC | SEE ABOVE | SEE ABOVE | CIRCUIT CITY STORES, INC. | 503(b)(9) - Admin Priority | \$ 327,848.20 | \$ 204,364.26 | \$ 204,364.26 |
| 980 | 12/16/2008 | NAMSUNG AMERICA INC | SEE ABOVE | SEE ABOVE | CIRCUIT CITY STORES, INC. | Unsecured | \$ - | \$ 123,483.94 | \$ 123,483.94 |

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In re: Circuit City Stores, Inc, et al. Case No. 08-35653 (KRH)

Exhibit A - Partial Duplication

| Claim | | | | | | | Amount Claimed | Amount Previously | Corrected Modified |
|--------|------------|----------------------------|---------------------------------|---------------------------------|---------------------------|----------------------------|----------------|-------------------|--------------------|
| Number | Date Filed | | Claimant Address | Claim Holder Address | Debtor as Filed | Classification as Filed | as Filed | Ordered by Court | Surviving Amount |
| | | | MADCOW INTERNATIONAL GROUP | MADCOW INTERNATIONAL GROUP | | | | | |
| | | | LTD | LTD | | | | | |
| | | | UNIT 1005 10/F FUTURA PLAZA 111 | UNIT 1005 10/F FUTURA PLAZA 111 | | | | | |
| | | | 113 HOW MING ST KWUN TONG | 113 HOW MING ST KWUN TONG | | | | | |
| | | MADCOW INTERNATIONAL GROUP | KOWLOON | KOWLOON | | | | | |
| 8743 | 1/30/2009 | LTD | HONG KONG | HONG KONG | CIRCUIT CITY STORES, INC. | Unsecured | \$ 970,642.00 | \$ 862,830.24 | \$ 517,847.60 |
| | | MADCOW INTERNATIONAL GROUP | | | | | | | |
| 1297 | 12/18/2008 | LTD | SEE ABOVE | SEE ABOVE | CIRCUIT CITY STORES, INC. | 503(b)(9) - Admin Priority | \$ 452,794.40 | \$ 452,794.40 | \$ 452,794.40 |

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In re: Circuit City Stores, Inc, et al. Case No. 08-35653 (KRH)

Exhibit A - Partial Duplication

| Claim | | | | | | | Amount Claimed | Amount Previously | Corrected Modified |
|--------|------------|-----------------------------|-------------------------|-------------------------|---------------------------|----------------------------|------------------|-------------------|---------------------------------|
| Number | Date Filed | Claimant Name | Claimant Address | Claim Holder Address | Debtor as Filed | Classification as Filed | as Filed | Ordered by Court | Surviving Amount |
| | | | OLYMPUS CORPORATION | OLYMPUS CORPORATION | | | | | |
| | | OLYMPUS IMAGING AMERICA AKA | ATTN ERIC VAUTRIN | ATTN ERIC VAUTRIN | | | | | |
| | | TO DEBTOR AS OLYMPUS | 3500 CORPORATE PARKWAY | 3500 CORPORATE PARKWAY | | | | | |
| 9006 | 1/30/2009 | CORPORATION | CENTER VALLEY, PA 18034 | CENTER VALLEY, PA 18034 | CIRCUIT CITY STORES, INC. | Unsecured | \$ 17,367,527.47 | \$ 12,789,923.61 | \$ 11,748,428.19 ⁽¹⁾ |
| 1201 | 12/17/2008 | OLYMPUS CORPORATION | SEE ABOVE | SEE ABOVE | CIRCUIT CITY STORES, INC. | 503(b)(9) - Admin Priority | \$ 5,891,051.28 | \$ 5,891,051.28 | \$ 5,891,051.28 |

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In re: Circuit City Stores, Inc, et al. Case No. 08-35653 (KRH)

Exhibit A - Partial Duplication

| Claim | | | | | | | Amount Claimed | Amount Previously | Corrected Modified |
|--------|------------|-----------------------|-------------------------|-------------------------|---------------------------|----------------------------|----------------|-------------------|--------------------|
| Number | Date Filed | Claimant Name | Claimant Address | Claim Holder Address | Debtor as Filed | Classification as Filed | as Filed | Ordered by Court | Surviving Amount |
| | | | PINNACLE SYSTEMS, INC | PINNACLE SYSTEMS, INC | | | | | |
| | | | ATTN GEMMA SUIZO | ATTN GEMMA SUIZO | | | | | |
| | | | 280 N BERNARDO AVENUE | 280 N BERNARDO AVENUE | | | | | |
| 9267 | 1/30/2009 | PINNACLE SYSTEMS INC | MOUNTAIN VIEW, CA 94043 | MOUNTAIN VIEW, CA 94043 | CIRCUIT CITY STORES, INC. | 503(b)(9) - Admin Priority | \$ 204,812.96 | \$ 39,079.17 | \$ 0.00 |
| 9267 | 1/30/2009 | PINNACLE SYSTEMS INC | SEE ABOVE | SEE ABOVE | CIRCUIT CITY STORES, INC. | Secured | \$ 95,354.34 | \$ 95,354.34 | \$ 95,354.34 |
| 9267 | 1/30/2009 | PINNACLE SYSTEMS INC | SEE ABOVE | SEE ABOVE | CIRCUIT CITY STORES, INC. | Unsecured | \$ 885,785.01 | \$ 885,785.01 | \$ 885,785.01 |
| 1376 | 12/19/2008 | PINNACLE SYSTEMS, INC | SEE ABOVE | SEE ABOVE | CIRCUIT CITY STORES, INC. | 503(b)(9) - Admin Priority | \$ 204,812.96 | \$ 204,812.96 | \$ 204,812.96 |

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In re: Circuit City Stores, Inc, et al. Case No. 08-35653 (KRH)

Exhibit A - Partial Duplication

| Claim Number | Date Filed | Claimant Name | Claimant Address | Claim Holder Address | Debtor as Filed | Classification as Filed | Amount Claimed as Filed | Amount Previously Ordered by Court | Corrected Modified Surviving Amount |
|-----------------|------------|------------------|------------------------------|------------------------------|---------------------------|----------------------------|----------------------------|---------------------------------------|--|
| | | | FUJIFILM USA INC | FUJIFILM USA INC | | | | , | J |
| | | | ATTN DENNIS FENNELL DIRECTOR | ATTN DENNIS FENNELL DIRECTOR | | | | | |
| | | | OF CREDIT | OF CREDIT | | | | | |
| | | | 200 SUMMIT LAKE DR | 200 SUMMIT LAKE DR | | | | | |
| 4953 | 1/21/2009 | FUJI | VALHALLA, NY 10595 | VALHALLA, NY 10595 | CIRCUIT CITY STORES, INC. | Unsecured | \$ 5,830,726.29 | \$ 6,219,083.83 | \$ 4,867,975.89 |
| 877 | 12/8/2008 | FUJIFILM USA INC | SEE ABOVE | SEE ABOVE | CIRCUIT CITY STORES, INC. | 503(b)(9) - Admin Priority | \$ 962,750,40 | \$ 962,750,40 | \$ 962,750,40 |